

**EXHIBIT A TO ORRICK'S
SEVENTH QUARTERLY:
MONTHLY FEE APPLICATION
FOR THE JULY 1-31, 2007**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Objection Deadline: September 27, 2007 at 4:00 p.m.

Hearing: Schedule if Necessary (Negative Notice)

**NOTICE OF FILING OF
EIGHTEENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Eighteenth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period July 1, 2007 through July 31, 2007, seeking payment of fees in the amount of \$209,403.00 (80% of \$261,753.75) and expenses in the amount of \$51,368.01, for a total amount of \$260,771.01 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **September 27, 2007 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: September 7, 2007

By: _____

Roger Frankel, admitted *pro hac vice*

Richard H. Wyrton, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants
Representative

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Objection Deadline: September 27, 2007 at 4:00p.m.

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**COVER SHEET TO EIGHTEENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JULY 1, 2007 THROUGH JULY 31, 2007**

Name of Applicant:	Orrick, Herrington & Sutcliffe LLP ("Orrick")
Authorized to Provide Professional Services to:	David T. Austern, Future Claimants' Representative (the "FCR")
Date of Retention:	As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006
Period for which compensation is sought:	July 1, 2007 through July 31, 2007
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$261,753.75
80% of fees to be paid:	\$209,403.00 ¹
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 51,368.01
Total Fees @ 80% and 100% Expenses:	\$260,771.01
This is an: <u> </u> interim <u> X </u> monthly <u> </u> final application.	

¹ Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 45.80 hours and the corresponding fees are \$10,875.00 and \$0.45 in expenses for Orrick's fee applications and 4.60 hours and \$705.00 in fees and \$161.72 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Eighteenth interim fee application for the period July 1-31, 2007. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% & 100% Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$115,522.60
Fifth Interim Period June 1-30, 2006	\$194,266.75	\$155,413.40	\$6,395.69	\$161,809.09
Sixth Interim Period July 1-31, 2006	\$181,982.00	\$145,585.60	\$11,934.45	\$157,520.05
Seventh Interim Period August 1-31, 2006	\$152,041.50	\$121,633.20	\$5,711.17	\$127,344.37
Eighth Interim Period Sept. 1-30, 2006	\$223,996.25	\$179,197.00	\$8,006.50	\$187,203.05
Ninth Interim Period October 1-31, 2006	\$225,845.00	\$180,676.00	\$24,528.57	\$205,204.57
Tenth Interim Period November 1-30, 2006	\$387,429.00	\$309,943.20	\$31,267.21	\$341,210.41
Eleventh Interim Period December 1-31, 2006	\$227,796.00	\$182,236.80	\$42,583.17	\$224,819.97
Twelfth Interim Period January 1-31, 2007	\$379,956.25	\$303,965.00	\$14,046.26	\$318,011.26
Thirteenth Interim Period February 1-28, 2007	\$384,551.00	\$307,640.80	\$17,183.12	\$324,823.92
Fourteenth Interim Period March 1-31, 2007	\$347,570.75	\$278,056.60	\$26,494.40	\$304,551.00
Fifteenth Interim Period April 1-30, 2007	\$319,286.00	\$255,428.80	\$50,662.51	\$306,091.31
Sixteenth Interim Period May 1-31, 2007	\$322,920.00	\$258,336.00	\$74,644.21	\$332,980.21
Seventeenth Interim Period June 1-30, 2007	\$379,834.50	\$303,867.60	\$42,991.68	\$346,859.28

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006
- \$187,203.05 representing 80% of fees and 100% of expenses for September 2006
- \$91,209.05 representing 20% of fees for April, May and June 2006
- \$205,204.57 representing 80% of fees and 100% of expenses for October 2006

- \$566,030.38 representing 80% of fees and 100% of expenses for November and December 2006
- \$111,603.95 representing 20% of fees for July, August and September 2006
- \$642,835.18 representing 80% of fees and 100% of expenses for January and February 2007
- \$156,363.99 representing 20% of fees for October, November, and December 2006
- \$133,371.35 representing 80% of fees and 100% of expenses for March and April 2007

COMPENSATION SUMMARY
JULY 1-31, 2007

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
John Ansbro	Partner, 3 years in position; 12 years relevant experience; 1995, Litigation	\$625	86.70	\$53,468.75 ²
Roger Frankel	Partner, 24 years in position; 36 years relevant experience; 1971, Bankruptcy	\$770	69.80	\$53,053.00 ³
Raymond G. Mullady, Jr.	Partner, 14 years in position; 24 years relevant experience; 1983, Litigation	\$695	52.00	\$36,140.00
Garret G. Rasmussen	Partner, 25 years in position; 33 years relevant experience; 1974, Litigation	\$700	13.60	\$9,520.00
Richard H. Wyron	Partner, 18 years in position; 28 years relevant experience; 1979, Bankruptcy	\$700	12.80	\$8,960.00
Debra L. Felder	Associate, 5 years in position; 5 years relevant experience; 2002, Bankruptcy	\$465	98.60	\$45,849.00

² This amount reflects a reduction of \$718.75 representing a 50% discount of hourly rates for non-working travel.

³ This amount reflects a reduction of \$693.00 representing a 50% discount of hourly rates for non-working travel.

Name of Professional Person	Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Fees
Annie L. Weiss	Associate, 3 years in position; 3 years relevant experience; 2004, Litigation	\$390	15.30	\$5,967.00
Antony P. Kim	Associate, 4 years in position; 4 years relevant experience; 2003, Litigation	\$430	1.10	\$473.00
Emily S. Somers	Associate, 1 year in position; 1 year relevant experience; 2006, Litigation	\$270	6.00	\$1,620.00
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2004, Bankruptcy	\$390	8.00	\$3,120.00
Catharine L. Zurbrugg	Associate, 2 years in position; 2 years relevant experience; 2005, Litigation	\$355	65.60	\$23,288.00
Rachael M. Barainca	Legal Assistant	\$150	54.50	\$8,175.00
James Cangialosi	Legal Assistant	\$235	40.50	\$9,517.50
Debra O. Fullem	Bankruptcy Research Specialist	\$225	10.00	\$2,250.00
Timothy J. Hoyer	Practice Support Project Coordinator	\$195	0.50	\$97.50
Risa L. Mulligan	Research Coordinator	\$170	1.50	\$255.00
Total			536.50	\$261,753.75
Blended Rate: \$487.89				

COMPENSATION BY PROJECT CATEGORY
JULY 1-31, 2007

Project Category	Total Hours	Total Fees
Case Administration	11.00	\$1,777.50
Litigation	464.00	\$241,594.50
Plan & Disclosure Statement	7.00	\$5,390.00
Compensation of Professionals-Other	4.60	\$705.00
Compensation of Professionals-Orrick	45.80	\$10,875.00
Non-Working Travel	4.10	\$1,411.75
TOTAL	536.50	\$261,753.75

EXPENSE SUMMARY⁴
JULY 1-31, 2007

<u>Expense Category</u>	<u>Total</u>
CourtCall	\$154.00
Document Technologies Inc.	\$9,713.36
Duplicating	\$12,223.20
Hotel	\$19,589.76
Meals	\$422.77
Pacer	\$1,656.56
Parking	\$40.00
Postage/Express Delivery	\$1,826.84
Publications re Testifying Experts	\$16.18
Secretarial Overtime	\$48.00
Telephone	\$54.07
Travel – Air Fare/Train	\$1,605.91
Travel – Taxi	\$430.47
Westlaw and Lexis Research	\$3,307.25
Williams Lea Inc.	\$279.64
TOTAL	\$51,368.01

Orrick's Client Charges and Disbursements Policy effective January 1, 2007, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.75 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

⁴ Please note that the receipts for expense items will be attached to Orrick's quarterly fee application for the period July 1, 2007 through September 30, 2007.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: September 7, 2007

By: 

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

VERIFICATION

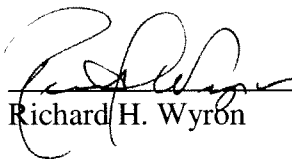
DISTRICT OF COLUMBIA, TO WIT:

Richard H. Wyrón, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP (“Orrick”) and have been admitted *pro hac vice* to appear in these cases.

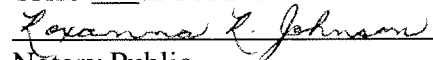
2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants’ Representative (“FCR”) and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A to Orrick’s monthly interim application.

3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.


Richard H. Wyrón

SWORN AND SUBSCRIBED TO BEFORE ME

THIS 7th DAY OF SEPTEMBER, 2007


Notary Public

My commission expires: 03-14-09

EXHIBIT A



ORRICK, HERRINGTON & SUTCLIFFE LLP
WASHINGTON HARBOUR
3050 K STREET, NW
WASHINGTON, DC 20007-5135
tel 202-339-8400
fax 202-339-8500
WWW.ORRICK.COM

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

August 27, 2007
Client No. 17367
Invoice No. 1084604

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through July 31, 2007 in connection with
the matters described on the attached pages:

\$ 261,753.75

DISBURSEMENTS as per attached pages:

51,368.01

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 313,121.76

Matter(s): 17367/11, 13, 15, 2, 8, 9

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$1,117,200.56
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1084604
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642

**ELECTRONIC FUNDS
TRANSFERS:**

Wire Transfers Only:
ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1084604
E.I.N. 94-2952627

**ELECTRONIC FUNDS
TRANSFERS:**

ACH Transfers Only:
ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1084604
E.I.N. 94-2952627



David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

August 27, 2007
Client No. 17367
Invoice No. 1084604

Orrick Contact: Roger Frankel

For Legal Services Rendered Through July 31, 2007 in Connection With:

Matter: 2 - Case Administration

07/02/07	R. Barainca	Update case calendar.	0.60
07/02/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/03/07	D. Fullem	Review and update case dockets; circulate along with significant pleadings to parties.	0.30
07/05/07	D. Fullem	Review docket updates and circulate same with copies of filings to parties.	0.30
07/06/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/09/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/09/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/10/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/11/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/12/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/13/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/13/07	R. Barainca	Update case calendar.	1.20
07/16/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/16/07	D. Fullem	Review updated calendar.	0.10
07/17/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/18/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/19/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/19/07	R. Barainca	Update case calendar.	1.30
07/19/07	D. Fullem	Reply to e-mail from R. Wyron regarding Grace fee auditor initial report; confer with R. Barainca regarding status of response; review e-mail from R. Wyron with current draft of response.	1.00
07/20/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/23/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/23/07	R. Barainca	Update case calendar.	1.00
07/24/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/25/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/26/07	R. Barainca	Update case calendar.	1.00
07/26/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
07/30/07	R. Barainca	Update case calendar.	0.60



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 2

August 27, 2007
 Invoice No. 1084604

07/31/07 R. Barainca Review Court docket; download documents and distribute. 0.20

Total Hours 11.00
 Total For Services \$1,777.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	9.30	150.00	1,395.00
Debra O. Fullem	1.70	225.00	382.50
Total All Timekeepers	11.00	\$161.59	\$1,777.50

Disbursements

Outside Services	1,653.60	
Telephone	0.64	
Westlaw Research	18.00	
Total Disbursements		\$1,672.24

Total For This Matter \$3,449.74



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 3

August 27, 2007
Invoice No. 1084604

For Legal Services Rendered Through July 31, 2007 in Connection With:

Matter: 8 - Litigation

06/29/07	R. Frankel	Review, revise opposition to motion to extend exclusivity.	2.60
06/29/07	R. Frankel	Telephone conferences with D. Austern, E. Inselbuch re status of plan negotiations; notes re same.	0.30
06/29/07	R. Frankel	Review Power Point from J. Biggs re expert reports, possible areas of rebuttal.	1.90
06/29/07	R. Frankel	Review transcript from June 25 hearing.	1.70
07/01/07	D. Felder	Review pleadings for July 23 omnibus hearing (1.5); review e-mail correspondence from litigation team regarding estimation issues (.9); review e-mail from J. Liesemer regarding exclusivity (.2).	2.60
07/01/07	R. Frankel	Review Peterson expert report.	1.20
07/02/07	C. Zurbrugg	Review assignment sheet for expert witnesses (.4); review Florence expert report (3.8).	4.20
07/02/07	A. Weiss	Prepare for discovery meet-and-confer with Grace attorneys, review all orders and stipulations (1.0); review all letters from or to Grace re discovery (1.5); compare orders, stipulations and letters to FCR discovery requests (2.0); compare Grace's claim that their letter of Dec. 16, 2005 was a "stipulation" to court transcripts on that issue (1.5); review latest letter from Grace for open questions (.5); create chronological binder of select materials to date for R. Mullady's review (.7); draft e-mail memo to R. Mullady regarding all findings (.8).	8.00
07/02/07	D. Felder	Telephone conference with J. Biggs regarding expert issues (.5); telephone conference with ACC, PD Committee regarding opposition to exclusivity motion (.6); follow-up and revisions regarding same (1.5); telephone conference with S. Baena regarding same (.2); revise opposition (3.4).	6.20
07/02/07	R. Mullady, Jr.	Conference call with J. Biggs regarding issue raised by debtors' counsel (.6); discuss same with D. Felder (.3); prepare for meet and confer conference call with debtors' counsel on 7/2 (1.0); e-mail to rebuttal expert regarding tort reform issues (.2).	2.10
07/02/07	R. Frankel	Prepare notes, e-mails re J. Liesemer comments on exclusivity opposition, comments on 3rd Circuit draft brief.	2.90



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 4

August 27, 2007
Invoice No. 1084604

07/02/07	R. Frankel	Telephone call with J. Liesemer and S. Baena re opposition to exclusivity (.9); telephone conferences with D. Felder re opposition (.5); notes re same (.3).	1.70
07/03/07	T. Hoyer	Meet with C. Zurbrugg; review and research certain files included on the disc as requested.	0.50
07/03/07	C. Zurbrugg	Review e-mail from D. Felder re discovery requests (.1); review letter to B. Harding re same (.1); review spreadsheet re same (.1); review exhibits and appendices to Florence expert report (1.5); confer with T. Hoyer re disk containing Dunbar exhibits (.3); review assignment sheet (.1).	2.20
07/03/07	A. Weiss	Review court transcripts re reserve information (.8); summarize for R. Mullady findings re same (.4); attend telephonic meet-and-confer re discovery issues with R. Mullady and Grace attorneys (1.0).	2.00
07/03/07	D. Felder	Telephone conferences with R. Frankel regarding exclusivity opposition (.8); telephone conference with R. Mullady, N. Finch and Debtors regarding discovery issues (.8); review correspondence regarding same (1.0); revise and finalize opposition to exclusivity motion (4.5); e-mail correspondence with M. Hurford and J. Sakalo regarding Third Circuit appendix (.5).	7.60
07/03/07	R. Mullady, Jr.	Prepare for and participate in meet and confer conference call with debtors' counsel (2.5); telephone conversations with J. Biggs and O. Sherman (.2); conference call with J. Biggs (.6); telephone conversations with B. Harding (.2).	3.50
07/03/07	R. Frankel	Review new draft of opposition to exclusivity motion (1.2); telephone conference with D. Felder re same (.4).	1.60
07/03/07	R. Frankel	Review, exchange series of e-mails re draft opposition, new language from ACC and PDC (1.1); telephone conferences with D. Felder re same (.3).	1.40
07/03/07	R. Frankel	Review "final" draft of opposition (.9); telephone conference with D. Felder re same (.3).	1.20
07/04/07	R. Frankel	Review M. Peterson expert report.	1.30
07/04/07	R. Frankel	Review draft outline from J. Biggs re supplemental expert report and rebuttal reports (1.3); notes re same (.3).	1.60
07/05/07	D. Felder	Review e-mail correspondence regarding estimation issues and e-mails to R. Mullady regarding same.	0.50
07/05/07	R. Mullady, Jr.	Review, revise and discuss draft estimation rebuttal report (5.0); conference call with J. Biggs and G. Rasmussen (1.0); telephone conversation with D. Felder (.2); review e-mails from ACC and plaintiffs' firms counsel regarding discovery matters (.2).	6.40
07/05/07	G. Rasmussen	Analysis of J. Biggs' proposed outline of rebuttal points and development of additional rebuttal issues.	2.00



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07/06/07	C. Zurbrugg	Review B. Castleman expert report.	2.30
07/06/07	A. Kim	Confer with M. Jeweler on approach and legal research related to estimation opinions and analysis of Debtors' expert reports submitted to date.	0.50
07/06/07	D. Felder	E-mail correspondence with R. Mullady and K. Pasquale regarding expert materials (.1); telephone conference with R. Mullady regarding same (.1); e-mails to and from M. Hurford and J. Phillips regarding exclusivity objection (.2); review objection filed by U.S. Trustee (.2).	0.60
07/06/07	R. Mullady, Jr.	Conference call with J. Biggs (.6); telephone conversations with B. Harding (.4); e-mails to/from Grace and ACC counsel (.3); review decision of Texas Supreme Court relevant to estimation issues (1.0).	2.30
07/06/07	G. Rasmussen	Conference with J. Biggs regarding her rebuttal report.	0.50
07/06/07	R. Frankel	Review E. Stallard expert report (1.0); review Peterson expert report (.8).	1.80
07/06/07	R. Frankel	Confer with R. Wyron re status.	0.30
07/06/07	R. Frankel	Review UST objection to exclusivity extension, limited objection to sale.	1.10
07/07/07	C. Zurbrugg	Review expert report of B. Castleman.	1.00
07/07/07	R. Wyron	Review portions of 6/26 hearing transcript on plan issues.	0.40
07/09/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	5.50
07/09/07	C. Zurbrugg	Confer with J. Ansbro re deposition assignments.	0.30
07/09/07	D. Felder	Telephone conference with R. Mullady regarding estimation issues (.1); confer with R. Mullady and J. Ansbro regarding strategy and upcoming issues (.9); follow-up regarding same and e-mail correspondence with J. Biggs and V. Roggli regarding expert reports (1.0).	2.00
07/09/07	J. Ansbro	Telephone conference with D. Felder regarding recent case developments (.2); review numerous e-mails and attachments to/from Grace counsel and to/from Orrick team and ACC counsel, regarding discovery disputes, protection for privilege order deposition scheduling and Grace request to FCR for additional electronic expert reliance materials (2.0); prepare for and participate in conference call with R. Mullady and D. Felder regarding upcoming discovery and case strategy (1.2); conferences with C. Zurbrugg regarding discovery assignments and upcoming depositions (.3); review J. Biggs' outline of rebuttal report and R. Mullady comments (.5).	4.20



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07/09/07	R. Mullady, Jr.	Review status of E. Stallard expert work (.2); review proposed order forwarded by D. Parsons and related e-mails (.2); meet with estimation team (1.0); e-mails to/from J. Biggs and B. Harding (.5).	1.90
07/10/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	3.50
07/10/07	D. Felder	Review estimation discovery materials (2.0); telephone conference with J. Biggs regarding estimation issues (.1); e-mails to R. Mullady regarding same (.2); e-mails to litigation team regarding PI CMO and other estimation issues (.3); telephone conference with B. Gillespie regarding same (.1); review estimation expert reports and e-mails with B. Gillespie regarding same (2.3); research regarding Grace personal injury cases (1.0).	6.00
07/10/07	J. Ansbro	Further review and consideration of J. Biggs' outline of draft rebuttal report and R. Mullady's comments to same, and review Florence report in connection with same (2.4); review ACC's draft response on Grace motion to compel discovery from trusts (.4); review competing orders on non-waiver of privilege, and court's final order (.4); attention to rebuttal expert report of J. Jacoby (1.7).	4.90
07/10/07	R. Mullady, Jr.	Attention to J. Biggs supplemental expert report and discovery matters.	1.50
07/11/07	R. Mulligan	Research W.R. & Grace cases for D. Felder.	1.50
07/11/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	1.00
07/11/07	A. Kim	Analyze M. Jeweler's memorandum summarizing key methodology points and findings for Debtor estimation experts (.4); confer with M. Jeweler regarding foregoing and next steps re potential Daubert issues, and cross-examination points (.2).	0.60
07/11/07	D. Felder	Confer with R. Frankel regarding exclusivity issues (.3); review e-mails and attachments from J. Biggs, N. Finch and R. Mullady regarding estimation issues (1.0); telephone conference with R. Mullady and J. Ansbro regarding strategy (.6); review estimation expert reports (2.7).	4.60



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07/11/07	J. Ansbro	Review draft protective order in connection with Tillinghast disclosures to Grace (.4); e-mails to/from ACC counsel regarding expert depositions and potential changes to case schedule (.3); telephone conference with ACC counsel, J. Wehner, regarding experts rebuttal analysis (.6); conference call with R. Mullady and D. Felder regarding expert issues (.6); e-mail to rebuttal expert (.3).	2.20
07/11/07	R. Mullady, Jr.	Telephone conversations with J. Biggs, J. Ansbro and D. Felder (1.3); prepare draft protective order (.5); attention to estimation rebuttal reports (.5); e-mails to N. Finch and B. Harding (.3).	2.60
07/11/07	R. Wyron	Review draft Third Circuit Brief on exclusivity and organize comments (1.4); confer with R. Frankel on brief comments (.3); call to J. Liesemer re comments on draft brief (.3); follow-up on changes to brief (.2).	2.20
07/11/07	R. Frankel	Review revised 3rd Circuit brief (exclusivity) from J. Liesemer (2.2); confer with R. Wyron re same (.4); telephone conference with J. Liesemer re same (.3)	2.90
07/11/07	R. Frankel	Confer with D. Felder re July 23 hearing on exclusivity (.3); prepare notes re argument (.5).	0.80
07/12/07	C. Zurbrugg	Telephone conference with B. Gillespie, J. Jacoby, E. Stallard and J. Ansbro re expert reports (.9); confer with J. Ansbro re expert reports and schedule (.5); telephone conference with J. Jacoby and J. Ansbro re expert report (.9); telephone conference with D. Felder and J. Ansbro re same (.2).	2.50
07/12/07	D. Felder	Telephone conference with J. Ansbro regarding estimation issues (.1); telephone conference with J. Ansbro, E. Stallard and experts regarding estimation issues (1.5); telephone conference with J. Radecki regarding estimation issues (.1); telephone conference with G. Rasmussen regarding expert issues (.1); research Grace case law regarding personal injury issues (3.0); review and revise protective order and telephone conferences with R. Mullady regarding same (1.0); telephone conference with R. Mullady, J. Ansbro and expert regarding estimation issues (.8); review e-mails regarding deposition schedule and e-mails to ACC regarding same (.2).	6.80



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07/12/07	J. Ansbro	Prepare for and telephone conference with B. Gillespie (Tillinghast) regarding rebuttal expert reports (.8); prepare for and conference call with Tillinghast team (B. Gillespie and J. Kimble), E. Stallard and J. Jacoby regarding rebuttal analysis and reports (1.8); e-mails to/from R. Mullady regarding same (.2); review deposition exhibits (received today) from ACC counsel regarding causational analysis (.5); telephone conference with R. Mullady regarding case analysis and strategy (.5); telephone conference with C. Zurbrugg and D. Felder regarding J. Jacoby expert report (.2); follow-up conferences with C. Zurbrugg regarding expert reports and schedule (.5); additional attention to case analysis for J. Jacoby rebuttal report (1.5).	6.00
07/12/07	R. Mullady, Jr.	Revise rebuttal non-estimation report (.7); review and revise draft protective order regarding Tillinghast proprietary data, discuss same with J. Biggs, and forward same to debtors' counsel (2.8); telephone conversation with J. Ansbro regarding various estimation strategy issues (.5).	4.00
07/12/07	G. Rasmussen	Conference with D. Felder on E. Stallard rebuttal.	0.30
07/12/07	R. Wyron	Review recent pleadings and follow-up on open items (.3); review information on potential rebuttal reports (.2).	0.50
07/13/07	R. Barainca	Prepare Court Exhibits regarding exclusivity for R. Frankel and D. Felder.	1.50
07/13/07	D. Felder	Review e-mail correspondence and attachments regarding protective order and e-mails with R. Mullady regarding same (.9); review recently filed pleadings (.4); research case law regarding estimation issues (1.0); draft slides for exclusivity argument (1.5); conference with R. Barainca regarding same (.1); review expert reports (2.4).	6.30
07/13/07	J. Ansbro	E-mails to/from R. Mullady regarding J. Biggs' report and protective order issues (.4); prepare for and telephone conference with L. Kaplan regarding case background and preparation for Jacoby rebuttal report (1.7); review Grace non-estimation expert reports and consider rebuttals (2.4).	4.50
07/13/07	R. Mullady, Jr.	Telephone conversations with E. Leibenstein and N. Finch regarding J. Biggs report and protective order issue (.5); e-mails to/from J. Biggs and estimation team regarding same (.4); review and revise draft estimation rebuttal report (1.5).	2.40
07/13/07	R. Wyron	Review e-mails on rescheduling and call to Piper Jaffray re same.	0.20
07/13/07	R. Frankel	Review agenda for July 19 hearing.	0.30
07/13/07	R. Frankel	Review portions of Peterson expert report.	1.30
07/13/07	R. Frankel	Begin preparation for oral argument re termination of exclusivity.	1.20



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07/14/07	R. Mullady, Jr.	Further prepare estimation rebuttal reports (1.5); review recent asbestos medical article on chrysotile and mesothelioma (.5).	2.00
07/14/07	R. Frankel	Review prior transcripts of exclusivity hearings.	1.40
07/15/07	D. Felder	Review e-mails and draft protective orders from R. Mullady (.1); review reply to exclusivity and e-mail to R. Frankel and R. Wyron regarding same (.2); review interrogatories from plaintiffs' counsel and objection to sale motion (.4); review other recently filed pleadings for July 23 omnibus hearing (1.2).	1.90
07/15/07	R. Mullady, Jr.	Review proposed amendments to draft protective order and forward same to F. Lowell and J. Biggs.	0.60
07/16/07	R. Barainca	Continue preparing Court Exhibits regarding exclusivity for R. Frankel and D. Felder.	3.20
07/16/07	E. Somers	Review, edit and cite check Sections 1-3 of expert witness report in preparation for submission to court.	3.80
07/16/07	D. Felder	Continue review on recently filed pleadings for July 23 omnibus hearing (.5); telephone conference with E. Stallard regarding expert report issues (1.5); review and revise exclusivity slides and conference with R. Barainca regarding same (1.0); telephone conference with J. Biggs and R. Mullady regarding estimation issues (.5); e-mail correspondence regarding protective order (.5); telephone conference with M. Hurford and vendor for Third Circuit brief regarding finalizing and review and revise same (2.5); review Debtors' LTIP motion and e-mail to R. Wyron regarding same (.2); e-mail correspondence with R. Mullady regarding protective order (.2); prepare certification of counsel regarding protective order and e-mails to R. Mullady and J. Ansbro regarding same (.6); review expert reports and summary chart regarding same (1.0).	8.50
07/16/07	J. Ansbro	Prepare for and participate in conference call with E. Stallard (2.0); telephone conference with R. Mullady and N. Finch regarding rebuttal expert reports (.2); prepare for 7/17 call with J. Jacoby regarding rebuttal expert report (1.5).	3.70
07/16/07	R. Mullady, Jr.	Negotiate terms of protective order with debtors' counsel (.5); participate in conference call with E. Stallard (1.3); telephone conversation with J. Ansbro and N. Finch (.2); revise rebuttal estimation report (.3).	2.30
07/16/07	G. Rasmussen	Conference with E. Stallard on his analysis and supplemental report.	1.50



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07/16/07	R. Wyron	Coordinate issues for 7/23 omnibus (.3); review new proposed LTIP motion (.2); call to J. Brownstein and follow-up on items from LTIP motion (.4); review issues on discovery and J. Biggs' report and follow-up (.3).	1.20
07/16/07	R. Frankel	Review, edit demonstrative slides for exclusivity argument.	1.40
07/16/07	R. Frankel	Prepare notes for oral argument on exclusivity (.9); review reply and motion for leave filed by Grace (.9).	1.80
07/16/07	R. Frankel	Telephone conference with D. Austern re case issues, exclusivity hearing; notes re same.	0.60
07/16/07	R. Frankel	Review with R. Wyron issues re oral argument.	0.40
07/17/07	R. Barainca	Confer with R. Frankel and D. Felder in regard to court exhibits.	0.40
07/17/07	R. Barainca	Edit Court exhibits regarding exclusivity for R. Frankel and D. Felder.	1.30
07/17/07	D. Felder	Review non-estimation expert reports and prepare for telephone conference with V. Roggli regarding same (1.6); conference with R. Frankel and R. Barainca regarding exclusivity hearing slides (.4); e-mail to K. Pasquale regarding protective order (.1); telephone conference with V. Roggli and G. Rasmussen regarding expert report issues (1.8); telephone conference with J. Biggs regarding same (.1); telephone conference with M. Hurford regarding upcoming hearing (.4); finalize summary chart of estimation liabilities (.3); telephone conference with J. Biggs regarding estimation issues and e-mails to and from litigation team regarding same (1.0); review D. Siegel deposition transcript and exhibits (2.0).	7.70
07/17/07	J. Ansbro	E-mails to/from D. Felder and team regarding rebuttal expert reports (.4); discussions with R. Mullady and D. Felder regarding supplementing J. Biggs production of reliance materials (.5); further preparation for call with J. Jacoby and L. Kaplan regarding rebuttal expert report (3.0); conference call with J. Jacoby and L. Kaplan regarding rebuttal expert report (1.3).	5.20
07/17/07	R. Mullady, Jr.	Discussions regarding J. Biggs supplemental report and underlying model (.5); review and revise draft opposition to debtors' request for additional depositions (.5).	1.00
07/17/07	G. Rasmussen	Conference with V. Roggli regarding his rebuttal report.	1.30
07/17/07	R. Frankel	Review with R. Wyron issues re exclusivity (.3); telephone conference with D. Austern re exclusivity (.2).	0.50
07/17/07	R. Frankel	Prepare notes for argument, consider exclusivity issues (1.9); telephone conference with U.S. Trustee re same (.2).	2.10
07/17/07	R. Frankel	Review series of e-mails re changes to J. Biggs' report.	0.40



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07/17/07	R. Frankel	Review agenda for 7/23 hearing; review ACC statement joining in opposition to exclusivity.	0.80
07/17/07	R. Frankel	Prepare notes for exclusivity argument (.9); confer with D. Felder, R. Barainca re slides (.5).	1.40
07/17/07	R. Frankel	Review revised demonstrative slides in preparation for argument.	0.70
07/18/07	E. Somers	Review source material for draft of expert witness report.	1.20
07/18/07	D. Felder	Telephone conference with ACC and R. Mullady regarding scheduling issues (.8); telephone conference with Debtors, ACC and R. Mullady regarding same (.4); follow-up telephone conference with R. Mullady regarding same (.1); e-mails to experts regarding same (.4); telephone conference with J. Radecki regarding same (.1).	1.80
07/18/07	J. Ansbro	Participate in conference call with ACC counsel and R. Mullady regarding estimation hearing issues and call with Grace counsel (.8); participate in conference call with Grace counsel regarding expert discovery (.4); e-mails to J. Jacoby regarding rebuttal expert report (.5).	1.70
07/18/07	R. Mullady, Jr.	Conference call with ACC counsel and estimation team (.8); telephone conversations and e-mails to debtors' counsel (.3); discussions with D. Felder and E. Somers regarding estimation issues (.5).	1.60
07/18/07	R. Frankel	Prepare notes, consider argument and review pleadings in preparation for July 23 hearing.	1.40
07/19/07	C. Zurbrugg	Confer with J. Ansbro re expert issues, Rust and BMC depositions, and schedule (1.7); gather Rust and BMC documents (.2); draft rescheduled notices of deposition for Rust and BMC (.7); draft outline for BMC deposition and review documents for same (1.2).	3.80
07/19/07	K. Thomas	Review filings in preparation for National Union hearing (.6); participate in telephonic hearing (2.0); prepare memorandum re background and summary of hearing (.6); conference with R. Wyron re same (.1).	3.30
07/19/07	J. Ansbro	Discussions with C. Zurbrugg regarding expert issues and preparations for BMC and Rust depositions (1.7); review and revise J. Biggs' letter regarding supplemental production of reliance materials, and errata, e-mails to/from R. Mullady regarding same, telephone conferences with D. Felder regarding same (1.5); further detailed review and rebuttal issue analysis of Grace estimation expert reports (4.0); confer with R. Frankel regarding 7/23 hearing and case strategy (.4).	7.60
07/19/07	R. Mullady, Jr.	Review draft letter from J. Biggs regarding production of underlying formulas and discuss same with J. Ansbro.	0.50



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07/19/07	R. Wyron	Continue detailed review of estimation expert reports and analysis.	1.10
07/19/07	R. Frankel	Confer with J. Ansbro re case issues, July 23 hearing.	0.40
07/20/07	R. Barainca	Edit Exclusivity slides and prepare for use at the hearing.	2.10
07/20/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	4.50
07/20/07	C. Zurbrugg	Review documents and draft outline for BMC deposition (6.0); confer with J. Ansbro re same (.7).	6.70
07/20/07	K. Thomas	Conference with D. Felder re reviewing hearing transcripts from various hearings on exclusivity (.1); review transcripts (1.2).	1.30
07/20/07	D. Felder	Telephone conference with J. Ansbro regarding estimation issues (.5); review draft letter from J. Biggs and telephone conference with J. Ansbro regarding same (.4); e-mail correspondence with R. Mullady and J. Ansbro regarding same (.2); conference with K. Thomas regarding review of transcripts for July 23 argument (.2).	1.30
07/20/07	J. Ansbro	Conference with C. Zurbrugg regarding preparations for BMC deposition (.7); attention to rebuttal expert report, including review of pertinent discovery record and various Grace expert reports (6.5); discussions with R. Mullady regarding production of Tillinghast model and further revisions to draft letter regarding same (.8); e-mails to/from R. Mullady regarding upcoming Omnibus Hearing (.3).	8.30
07/20/07	R. Mullady, Jr.	Discussions with J. Biggs, J. Ansbro and D. Felder regarding production of Tillinghast model, including review and revision of draft letter to debtors' counsel (1.0); e-mails to/from B. Harding, N. Finch and J. Ansbro regarding issues for upcoming omnibus hearing (.3).	1.30
07/20/07	R. Frankel	Review debtors' motion, reply and all oppositions re exclusivity; notes re same.	1.60
07/21/07	K. Thomas	Review transcripts re exclusivity hearings (2.7); summarize results of findings in e-mail to D. Felder (.5)	3.20
07/21/07	D. Felder	Review pleadings in preparation for July 23 hearing (.1); e-mail correspondence with R. Frankel regarding same (.1).	0.20
07/21/07	R. Mullady, Jr.	Attention to issues re production of J. Biggs model and related correspondence.	0.50
07/21/07	R. Frankel	Prepare outline for oral argument on exclusivity (2.3); review portions of transcripts (.4); review argument re demonstrative slides (.5).	3.20
07/22/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	3.00



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07/23/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	4.50
07/23/07	C. Zurbrugg	Telephone conference with J. Wehner re BMC deposition (.2); prepare documents to send to J. Jacoby (.2); draft letter to J. Jacoby re same (.4); review Rust documents and revise BMC deposition outline (3.5); exchange e-mails with J. Ansbro, D. Felder and J. Wehner re Rust document production (.5).	4.80
07/23/07	K. Thomas	Assist D. Felder in preparing documents re expert reliance materials.	0.20
07/23/07	D. Felder	Telephone conference with J. Biggs and J. Ansbro regarding estimation issues (.5); review response letter to fee auditor (.2); telephonic participation in omnibus hearing (2.0); e-mails to C. Zurbrugg and counsel for ACC regarding document production (.5); review materials from J. Biggs regarding estimation issues (1.0); e-mail correspondence with R. Mullady and J. Ansbro regarding estimation issues and telephone conferences with J. Ansbro regarding same (.7); review materials to be produced by J. Biggs regarding estimation and prepare same for production (1.8).	6.70
07/23/07	J. Ansbro	Prepare for Omnibus Hearing (1.0); review estimation expert reports and outline of rebuttal reports (1.5); pre-hearing meeting with ACC counsel regarding exclusivity opposition and estimation strategy (1.0); attend Omnibus Court Hearing to cover personal injury estimation matters (3.5); e-mails to/from C. Zurbrugg and D. Felder regarding documents produced by Grace and preparation for 7/25 BMC deposition (.7); telephone conference with J. Biggs and D. Felder regarding estimation issues (.5).	8.20
07/23/07	R. Mullady, Jr.	E-mails to/from J. Biggs, J. Ansbro and D. Felder regarding production of J. Biggs documentation and other PI discovery issues.	0.60
07/23/07	R. Frankel	Review new demonstratives from debtor, pleadings from CA, Debtor in preparation for hearing.	1.60
07/23/07	R. Frankel	Prepare for oral argument on exclusivity.	2.40
07/23/07	R. Frankel	Confer with S. Baena, J. Sakalo, J. Ansbro and N. Finch in preparation for hearing.	1.40
07/23/07	R. Frankel	Attend Omnibus Hearing argument on exclusivity.	4.10
07/23/07	R. Frankel	Confer with P. Lockwood on exclusivity.	0.60
07/24/07	D. Fullem	Confer with D. Felder; coordinate copies of disks containing additional data for D. Felder; review disks for all information; update D. Felder regarding same.	0.90



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07/24/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	4.50
07/24/07	C. Zurbrugg	Review Rust documents and update BMC deposition outline (.7); confer with J. Ansbro re BMC deposition, outline and documents (3.2); telephone conference with J. Wehner and J. Ansbro re same (1.0); telephone conference with J. Jacoby, L. Kaplan and J. Ansbro re expert report (.9); confer with J. Ansbro re same (.3); prepare documents for BMC deposition (.9); review outline for same (.2); revise same (1.2); get PACER information and review docket and related documents (3.8).	12.20
07/24/07	D. Felder	Telephone conference with J. Ansbro regarding estimation issues (.1); telephone conference with J. Biggs regarding same (.1); e-mail correspondence with litigation team regarding same (.3); telephone conference with J. Ansbro and J. Biggs regarding Tillinghast data and review same (1.5); telephone conference with J. Ansbro regarding estimation issues and review materials regarding same (1.8); conference with D. Fullem regarding Tillinghast data (.1).	3.90
07/24/07	J. Ansbro	Prepare for 30(b)(6) deposition of BMC, including review and selection of exhibits, conferences with C. Zurbrugg, telephone conferences with ACC counsel (J. Wehner), revise deposition outline (7.5); draft summary to R. Mullady of 7/23 Omnibus Hearing (.6); prepare and participate in conference call with J. Jacoby and L. Kaplan regarding expert report (1.2).	9.30
07/24/07	R. Mullady, Jr.	E-mails to/from D. Felder, J. Baer, J. Ansbro, J. Biggs and N. Finch regarding estimation issues.	0.50
07/24/07	R. Frankel	Confer with R. Wyron re case issues and exclusivity hearing.	0.40
07/24/07	R. Frankel	Telephone conference with D. Austern re hearing.	0.20
07/25/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	4.50
07/25/07	C. Zurbrugg	Prepare for BMC deposition (1.5); attend BMC deposition (6.5); confer with J. Ansbro and J. Wehner re same (.5); draft summary of BMC deposition (1.8); revise same (.3).	10.60



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07/25/07	D. Felder	E-mail correspondence with C. Zurbrugg regarding BMC deposition (.2); finalize Tillinghast data (.5) review final fee auditor's letter and e-mail to R. Wyron regarding same (.2); e-mails with A. Hermele and C. Zurbrugg regarding pro hac vice admission (.3); e-mails to C. Hartman and J. Phillips regarding same (.1); review V. Roggli report (1.1).	2.40
07/25/07	J. Ansbro	Review and revise outline for BMC deposition (.5); meeting with ACC counsel (J. Wehner) and C. Zurbrugg in preparation for BMC deposition (1.5); take deposition of BMC's 30(b)(6) witness (Stephanie Kjontvedt) (6.0); post-deposition e-mail summaries to R. Mullady and OHS team (.5); post-deposition discussions with Zurbrugg and Wehner regarding follow-up actions and preparations for 8/14 deposition of Rust (.5).	9.00
07/25/07	R. Mullady, Jr.	E-mails to/from J. Ansbro and D. Felder regarding estimation issues.	0.40
07/26/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	2.00
07/26/07	C. Zurbrugg	Review S. Kjontvedt deposition transcript and draft letter to A. Basta and D. Mendelson re same (5.0); confer with J. Ansbro re same (.8).	5.80
07/26/07	D. Felder	E-mail correspondence with A. Hermele regarding PD hearing (.4); telephone conference with J. Ansbro regarding motion to compel documents (.1); review recently filed pleadings for August omnibus (1.0); review non-estimation expert reports (3.5); telephone conference with J. Ansbro regarding estimation issues (.5).	5.50



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07/26/07	J. Ansbro	E-mails to/from R. Mullady regarding BMC testimony and follow-up actions (.3); conferences with C. Zurbrugg regarding draft meet and confer letter demanding production of BMC documents (.5); review memorandum of law regarding privilege issues (.5); telephone conferences with D. Felder regarding depositions and discovery tasks (.4); e-mails to/from ACC counsel (N. Finch) regarding Grace document production (.2); review Court's exclusivity order, e-mails to/from team and ACC counsel regarding same, telephone conference with D. Felder regarding same (.4); review and revise draft opposition to Grace motion to depose claimant law firms, e-mail to ACC counsel regarding same (2.8); review and revise draft meet and confer letter to Grace regarding FCR document demands, confer with C. Zurbrugg regarding same (.3); initial review of transcript of BMC 30(b)(6) deposition (.6); prepare to take deposition of Rust, Inc. (.7).	6.10
07/26/07	R. Mullady, Jr.	E-mails to/from J. Ansbro and D. Felder regarding exclusivity ruling and BMC deposition.	0.50
07/26/07	R. Wyron	Review issues and strategy on exclusivity termination and follow-up e-mails (.6); review LTIP motion and follow-up with Piper Jaffray (.3).	0.90
07/26/07	R. Frankel	Review series of e-mails re termination of exclusivity (.3); review and consider order terminating exclusivity (.3).	0.60
07/27/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	3.00
07/27/07	C. Zurbrugg	Confer with J. Cangialosi re documents to J. Jacoby (.2); draft letter to J. Jacoby re same (.2); draft e-mail to J. Jacoby re same (.2); draft letter to A. Basta and D. Mendelson re BMC deposition (3.3); confer with L. Chaffin re 30(b)(6) research (.5).	4.40
07/27/07	R. Mullady, Jr.	Review and revise draft opposition to debtors' motion to propound interrogatories and take additional depositions.	1.20
07/28/07	R. Mullady, Jr.	Review court's order and opinion terminating exclusivity and discuss same with R. Frankel.	0.30
07/29/07	C. Zurbrugg	Revise letter to A. Basta and D. Mendelson re BMC deposition.	1.80
07/29/07	J. Ansbro	Review and revise draft meet and confer letter to Grace counsel regarding BMC's failure to produce documents, e-mails to/from C. Zurbrugg and R. Mullady regarding same.	0.60
07/29/07	R. Mullady, Jr.	Review and revise letter to debtors' counsel regarding BMC deposition and document production (.7); e-mails to/from J. Ansbro and R. Frankel (.3).	1.00



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07/30/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	2.00
07/30/07	C. Zurbrugg	Revise letter to A. Basta and D. Mendelson re BMC.	0.80
07/30/07	A. Weiss	Begin summarizing points from Egan trial testimonies and depositions to prepare for his deposition.	5.30
07/30/07	D. Felder	Review recently filed pleadings regarding Debtors' interrogatories (1.5); prepare agenda for status meeting with litigation team (.8); review V. Roggli expert report and telephone conferences with G. Rasmussen and R. Mullady regarding same (2.3); status meeting with litigation team (1.0); telephone conference with N. Finch regarding estimation issues (.1); conference with G. Rasmussen and telephone conference with V. Roggli regarding expert report (.7); telephone conference with M. Hurford regarding July 23 omnibus hearing (.3); telephone conference with M. Kramer regarding August 1 hearing (.1); telephone conference with R. Mullady regarding August 1 hearing (.1); telephone conference with D. Austern regarding expert meeting (.1); review agenda regarding August 1 hearing (.1); review V. Roggli expert report and telephone conferences with G. Rasmussen and R. Mullady (2.3).	9.40
07/30/07	J. Ansbro	Monitor e-mails to/from Orrick team and ACC counsel regarding rebuttal expert reports (.3); participate in team meeting regarding case analysis, upcoming discovery and expert rebuttals (.8); conference call with ACC counsel regarding expert rebuttals (.2).	1.30
07/30/07	R. Mullady, Jr.	Review and revise draft report of V. Roggli (2.5); attention to various discovery and expert witness matters in estimation case, including preparation for 8/1 PI discovery hearing (3.5).	6.00
07/30/07	G. Rasmussen	Review of V. Roggli's rebuttal report; identification of areas for possible clarification.	5.00
07/30/07	G. Rasmussen	Confer with R. Mullady to address outstanding issues on experts.	1.00
07/30/07	R. Frankel	Telephone conference with J. Liesemer re 3rd Circuit exclusivity appeal (.2); consider dismissal (.4).	0.60
07/31/07	J. Cangialosi	Assist attorney (C. Zurbrugg) and Tillinghast team with selection of certain documents for preparation and review by experts in specific orders.	2.50
07/31/07	E. Somers	Review and confirm case citations in expert witness report.	1.00
07/31/07	C. Zurbrugg	Revise letter to A. Basta and D. Mendelson re BMC (2.0); exchange e-mails with R. Mullady and J. Ansbro re same (.2).	2.20



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07/31/07	D. Felder	Telephone conferences with M. Hurford regarding non-estimation expert reports (.2); telephone conferences with G. Rasmussen regarding V. Roggli report (.2); review and revise same (2.0); e-mails to litigation team regarding V. Roggli report (.5); review T. Florence expert report (1.2); e-mail correspondence with J. Phillips regarding expert report (.1); prepare letter to Judge Fitzgerald regarding expert report (.1); finalize V. Roggli expert report (1.8).	6.10
07/31/07	J. Ansbro	E-mails to/from R. Mullady regarding draft rebuttal estimation expert report (.4); initial review of Grace's rebuttal non-estimation reports (1.2).	1.60
07/31/07	R. Mullady, Jr.	Prepare for 8/1 PI discovery hearing (2.0); review and revise draft report of M. Shapo (3.0).	5.00
07/31/07	G. Rasmussen	Review of revised V. Roggli Report.	0.30
07/31/07	G. Rasmussen	Analyze Florence report.	1.70
07/31/07	R. Frankel	Review, sort docket entries.	0.30
07/31/07	R. Frankel	Review issues, pleadings re subpoena to Manville Trust (.9); review Celotex opposition to motion to compel (.7).	1.60

Total Hours 464.00

Total For Services \$241,594.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John Ansbro	84.40	625.00	52,750.00
Rachael Barainca	8.50	150.00	1,275.00
James Cangialosi	40.50	235.00	9,517.50
Debra Felder	98.60	465.00	45,849.00
Roger Frankel	61.00	770.00	46,970.00
Debra O. Fullem	0.90	225.00	202.50
Timothy J. Hoyer	0.50	195.00	97.50
Antony P. Kim	1.10	430.00	473.00
Raymond G. Mullady, Jr.	52.00	695.00	36,140.00
Risa L. Mulligan	1.50	170.00	255.00
Garret G. Rasmussen	13.60	700.00	9,520.00
Emily S. Somers	6.00	270.00	1,620.00
Katherine S. Thomas	8.00	390.00	3,120.00
Annie L. Weiss	15.30	390.00	5,967.00
Richard H. Wyron	6.50	700.00	4,550.00
Catharine L. Zurbrugg	65.60	355.00	23,288.00
Total All Timekeepers	464.00	\$520.68	\$241,594.50



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Disbursements

Duplicating Expense	12,201.00	
Express Delivery	1,028.06	
Hotel	19,589.76	
Lexis Research	1,372.75	
Local Taxi Expense	406.22	
Other Business Meals	285.24	
Out of Town Business Meals	90.78	
Outside Reproduction Services	9,993.00	
Outside Services	156.96	
Overtime Meals	46.75	
Parking Expense	40.00	
Postage	658.81	
Purchases	16.18	
Secretarial/Staff Overtime	48.00	
Telephone	53.43	
Travel Expense, Air Fare	1,229.25	
Travel Expense, Local	24.25	
Travel Expense, Out of Town	169.86	
Westlaw Research	1,916.50	
Total Disbursements		\$49,326.80

Total For This Matter **\$290,921.30**



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For Legal Services Rendered Through July 31, 2007 in Connection With:

Matter: 9 - Plan & Disclosure Statement

07/25/07	R. Frankel	Confer with R. Wyron re plan-settlement issues; research issues re market cap, cap structure.	0.70
07/26/07	R. Frankel	Review file re plan structure, financial issues in preparation for D. Austern meeting.	1.20
07/26/07	R. Frankel	Confer with D. Austern re plan issues in preparation for possible meeting with Debtors (1.2); notes re same (.3).	1.50
07/29/07	R. Frankel	Review, exchange series of e-mails re plan issues, scenarios.	0.60
07/30/07	R. Frankel	Telephone conference with D. Austern re August 1 meeting; e-mails re meeting with Piper Jaffray.	0.40
07/30/07	R. Frankel	Review December 06 Term Sheets, file re plan discussions (.7); confer with R. Wyron re plan strategy (.4).	1.10
07/31/07	R. Frankel	Series of e-mails re plan discussions.	0.30
07/31/07	R. Frankel	Review updated spreadsheet from Piper Jaffray; prepare notes re same.	1.20

Total Hours 7.00

Total For Services \$5,390.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	7.00	770.00	5,390.00
Total All Timekeepers	7.00	\$770.00	\$5,390.00

Total For This Matter \$5,390.00



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Matter: 11 - Compensation of Professionals - Other

07/02/07	R. Barainca	Prepare Piper's April and May 2007 Monthly fee applications for filing.	1.00
07/02/07	D. Fullem	Review Piper Jaffray signed original April and May monthly fee applications; confer with R. Barainca regarding filing and serving of same.	0.20
07/30/07	R. Barainca	Prepare Certificates of No Objection for Piper Jaffray's February-May 2007 fee applications.	2.30
07/30/07	R. Barainca	Prepare Tillinghast's Certificates of No Objection for their April and May 2007 fee applications.	1.10
		Total Hours	4.60
		Total For Services	\$705.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	4.40	150.00	660.00
Debra O. Fullem	0.20	225.00	45.00
Total All Timekeepers	4.60	\$153.26	\$705.00

Disbursements

Duplicating Expense	21.75	
Express Delivery	137.01	
Postage	2.96	
Total Disbursements		\$161.72

Total For This Matter	\$866.72
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Matter: 13 - Compensation of Professionals - Orrick

07/02/07	D. Fullem	Telephone call from S. Bossay regarding initial report to be issued on Orrick fees during January-March 07 and discuss submission of expense detail; confer with R. Barainca regarding status of expenses to be finalized and filed with quarterly filing; update S. Bossay regarding status of expenses.	0.50
07/06/07	R. Barainca	Prepare expense summary chart for January-March 2007 expenses.	0.70
07/06/07	D. Fullem	Review and follow up on matters in June prebills.	0.80
07/06/07	D. Fullem	Confer with R. Wyron regarding fee auditor initial report to be filed on January, February and March applications.	0.20
07/06/07	D. Fullem	Confer with R. Wyron regarding fee auditor request for expense detail for January-March 2007 time period; confer with R. Barainca re expense summary of items for January-March 2007.	0.50
07/07/07	R. Wyron	Review summary of expenses for January-March 2007 and provide comments (.3); review June prebill and note questions (.5).	0.80
07/09/07	R. Barainca	Prepare back-up material for the January-March 2007 Quarterly.	5.00
07/10/07	R. Barainca	Prepare back-up material for the January-March 2007 Quarterly.	3.90
07/11/07	R. Barainca	Prepare back-up material for the January-March 2007 Quarterly.	5.50
07/11/07	D. Fullem	Review e-mail from S. Bossay along with initial report on Orrick's January-March 2007 fees and expenses; forward information to R. Wyron and R. Barainca.	0.20
07/12/07	R. Barainca	Prepare back-up material for the January-March 2007 Quarterly.	2.60
07/13/07	R. Barainca	Confer with R. Wyron regarding Fifth Quarterly fee application and back-up material.	0.20
07/13/07	R. Barainca	Continue preparing back-up material for Orrick's Fifth Quarterly fee application.	2.00
07/13/07	R. Wyron	Begin review of fee auditor's initial report and designate follow-up assignments.	0.30
07/16/07	R. Barainca	Prepare Orrick's May 2007 fee application.	1.70



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07/16/07	D. Fullem	Review fee auditor's initial report on fees and expenses during the January-March 2007 quarterly time period.	0.50
07/16/07	D. Fullem	Prepare e-mail to S. Bossay, fee auditor, regarding response to be prepared to initial report for January-March quarterly period.	0.10
07/16/07	D. Fullem	Confer with R. Wyron regarding draft response to fee auditor's initial report.	0.20
07/16/07	D. Fullem	Confer with R. Barainca regarding status of June invoices.	0.10
07/17/07	R. Barainca	Continue preparing back-up material for Orrick's Fifth Quarterly fee application.	1.50
07/17/07	D. Fullem	Review docket update and calendar items.	0.10
07/18/07	R. Barainca	Continue preparing Orrick's May 2007 fee application.	1.50
07/18/07	R. Barainca	Continue preparation of back-up material for Orrick's Fifth Quarterly fee application.	1.00
07/18/07	R. Wyron	Review Fee Auditor's interim report and analyze entries (.9); draft response (1.2).	2.10
07/19/07	R. Barainca	Confer with R. Wyron re Fee Auditor Response and Fifth Quarterly fee application.	0.20
07/19/07	D. Fullem	Confer with R. Barainca regarding June fees and expenses.	0.10
07/19/07	R. Wyron	Confer with R. Barainca on expense receipts and summary chart (.2); review and revise letter to fee auditor (1.1).	1.30
07/20/07	D. Fullem	Update fee charts with June fees and expenses.	0.10
07/20/07	D. Fullem	Follow up with R. Barainca regarding preparation/filing of CNO on April fee application.	0.10
07/20/07	D. Fullem	Prepare e-mail to S. Bossay, fee auditor, regarding status of our reply to initial report.	0.10
07/23/07	R. Barainca	Update R. Wyron's memo to the fee auditor.	2.00
07/23/07	D. Fullem	Review e-mail from D. Felder with edits to response letter to fee auditor initial report on application for period January 1-March 31.	0.70
07/23/07	D. Fullem	Confer with R. Barainca regarding comments to reply letter to fee auditor initial report.	0.10
07/24/07	R. Barainca	Prepare Orrick's April 2007 Certificate of No Objection.	1.00
07/24/07	D. Fullem	Prepare e-mail to W. Sparks regarding outstanding amounts due on April fee application; holdback on October-December 2007 time period also due.	0.50
07/24/07	D. Fullem	Review additional edits to reply letter to fee auditor report.	0.80
07/24/07	R. Wyron	Work on response to fee auditor on quarterly fee application (1.2); begin review of revised Quarterly fee application (.3).	1.50
07/25/07	R. Barainca	Review the fee auditor's response.	0.50
07/25/07	R. Barainca	Edit Orrick's Fifth Quarterly fee application.	2.20
07/25/07	R. Barainca	Prepare Orrick's Certificate of No Objection for its April 2007 monthly for filing.	0.60



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07/25/07	R. Barainca	Confer with R. Wyron regarding the Fee Auditor's response and the Fifth Quarterly.	0.20
07/25/07	R. Wyron	Finalize letter to fee auditor.	0.30
07/26/07	D. Fullem	Confer with R. Barainca and D. Felder regarding total professional fees in Grace to date; review latest chart from fee auditor of same; forward to D. Felder.	0.50
07/26/07	D. Fullem	Confer with R. Wyron regarding final response letter and attachments to fee auditor regarding January-March 2007 quarterly period; confer with R. Barainca regarding expense detail; prepare e-mails to S. Bossay regarding reply and to attach relevant expense detail documents.	1.00

Total Hours 45.80

Total For Services \$10,875.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	32.30	150.00	4,845.00
Debra O. Fullem	7.20	225.00	1,620.00
Richard H. Wyron	6.30	700.00	4,410.00
Total All Timekeepers	45.80	\$237.45	\$10,875.00

Disbursements

Duplicating Expense

0.45

Total Disbursements \$0.45

Total For This Matter \$10,875.45



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Matter: 15 - Travel Time (Non-Working)

07/23/07	J. Ansbro	Non-working travel from New York to Wilmington for Omnibus Hearing, and return.	2.30
07/23/07	R. Frankel	Non-working travel to DC from Omnibus hearing.	1.80
		Total Hours	4.10
		Total For Services	\$1,411.75

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John Ansbro	2.30	312.50	718.75
Roger Frankel	1.80	385.00	693.00
Total All Timekeepers	4.10	\$344.33	\$1,411.75

Disbursements			
Travel Expense, Air Fare		206.80	
	Total Disbursements		\$206.80

Total For This Matter	\$1,618.55
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*** * * COMBINED TOTALS * * ***

Total Hours	536.50	
Total Fees, all Matters		\$261,753.75
Total Disbursements, all Matters		\$51,368.01
Total Amount Due		\$313,121.76